

0-039A063

NEW NUMBER

815

LAW OFFICES

ALVORD AND ALVORD

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N W

WASHINGTON, D.C.

20006-2973

(202) 393-2266

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD*
CHARLES T. KAPPLER
JOHN H. DOYLE*
RICHARD N. BAGENSTOS
JAMES C. MARTIN, JR.*

*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN MARYLAND

OF COUNSEL
URBAN A. LESTER

CABLE ADDRESS
ALVORD

TELEX
440367 A AND A

TELEFAX
(202) 393-2156

February 7, 1990

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D. C. 20423

16755
RECORDED
FEB 8 1990 - 12 25 PM
INTERSTATE COMMERCE COMMISSION

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are seven (7) original copies of a Memorandum of Lease Agreement dated as of December 20, 1989, a primary document as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The names and addresses of the parties to the enclosed document are:

Lessor: CITICORP RAILMARK, INC.
601 Midland Avenue
Rye, New York 10580

Lessee: CARGILL INC.
P. O. Box 5621
Minneapolis, Minnesota 55440

A description of the railroad equipment covered by the enclosed document is: One hundred (100) 4740 cubic foot covered hopper cars bearing CRIX reporting marks and numbers 4000 through 4099, both inclusive.

Also enclosed is a check in the amount of \$15 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return stamped copies of the enclosed document not needed for your files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, NW, Washington, D. C. 20006.

CT. Kappler
[Signature]

Ms. Noreta R. McGee
February 7, 1990
Page 2

A short summary of the enclosed primary document to appear in the Commission's Index is:

Memorandum of Lease Agreement dated as of December 20, 1989 between Citicorp Railmark, Inc., Lessor, and Cargill Inc., Lessee, covering one hundred (100) 4740 cubic foot covered hopper cars, CRIX 4000 - CRIX 4099, both inclusive.

Very truly yours,


Charles T. Kappler

CTK/bvs

Enclosures

REGISTRATION NO. 16755
FEB 8 1990 - 12 25 PM
INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE AGREEMENT


Memorandum of Lease Agreement for one hundred (100) 4740 cubic foot covered hopper cars, ("Lease Agreement") made and entered into as of December 20, 1989 by and between Cargill ("Lessee"), and Citicorp Railmark, Inc. a Delaware Corporation ("Lessor").

W I T N E S S E T H

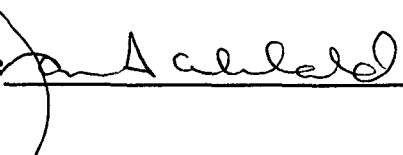
1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor one hundred (100) 4740 cubic foot covered hoppers cars, bearing the railroad reporting markings set forth on Exhibit A.
2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the Lease Term, as defined in Rider 1.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Cargill Inc.

BY: 

CITICORP RAILMARK, INC.

BY: 

12/20/89

EXHIBIT A
EQUIPMENT DESCRIPTION AND SCHEDULE OF RAILROAD CARS LEASED
BY
CARGILL
FROM
CITICORP RAILMARK, INC.

One hundred (100) 4740 c.f. covered hopper cars specifically numbered CRIX 4000 - 4099.

12/20/89

STATE OF Minnesota
COUNTY OF Hennepin

)
)
SS.

On this 21st day of December, 1989, before me personally appeared to me personally know, who being by me duly sworn, says that he is the AVP of Cargill, Inc. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of said instrument was his/her free act and deed.

Teresa M. Breiwick
Notary Public



[SEAL]

Commission Expires:

STATE OF NEW YORK
COUNTY OF WESTCHESTER

)
)
SS.

On this 22 day of December 1989, before me personally appeared JAMES S. NEWBAND to me personally know, who being by me duly sworn, says that he is a Vice President of CITICORP RAILMARK, INC., that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of said instrument was his free act and deed.

Thomas A. Matamoros
Notary Public

THOMAS A. MATAMOROS
Notary Public, State of New York
No. 31-4723452
Qualified in New York County
Cert. Filed in Westchester County
Commission Expires November 20, 1990



Commission Expires:

12/20/89

